

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

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*Counsel for Longroad Development Company, LLC, on
behalf of Serrano Solar, LLC, Sun Streams PVS, LLC, and
Sun Streams Expansion, LLC*

In Re:

POWIN, LLC, *et al.*,¹

Debtors.

Chapter 11

Case Number: 25-16137 (MBK)

Jointly Administered

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: (i) Powin Project LLC [1583], (ii) Powin, LLC [0504], (iii) PEOS Holdings, LLC [5476], (iv) Powin China Holdings 1, LLC [1422], (v) Powin China Holdings 2, LLC [9713], (vi) Charger Holdings, LLC [5241], (vii) Powin Energy Ontario Storage, LLC [8348], (viii) Powin Energy Operating Holdings, LLC [2495], and (ix) Powin Energy Operating, LLC [6487]; (x) Powin Energy Storage 2, Inc. [9926]; (xi) Powin Energy Ontario Storage II LP, [5787]; and (xii) Powin Canada B.C. Ltd. [2239]. The Debtors' mailing address is 20550 SW 115th Avenue Tualatin, OR 97062.

LONGROAD PARTIES' RESERVATION OF RIGHTS TO SALE

Longroad Development Company, LLC, on behalf of Serrano Solar, LLC, Sun Streams PVS, LLC, and Sun Streams Expansion, LLC (collectively, the “Longroad Parties”), by and through its undersigned counsel, hereby submits this reservation of rights (this “Reservation of Rights”) to the Debtors’ *Motion for Entry of an Order (I) Designating a Stalking Horse Bidder and Approving Stalking Horse Bidder Protections, (II) Approving Bidding Procedures by Which Interested Parties May Bid and an Auction Sale Format in Connection With the Sale of Substantially All of the Debtors’ Assets, (III) Approving Form of Asset Purchase Agreement, (IV) Approving Form of Notice to be Provided to Interested Parties, (V) Authorizing the Assumption and Assignment of Assumed Contracts and Notice Procedures Thereto, (VI) Scheduling a Court Hearing to Consider Approval of the Sale to the Highest and Best Bidder, and (VII) Authorizing the Sale of the Debtors’ Property Free and Clear of All Causes of Action and Claims Motion* [Dkt No. 228] (the “Motion”).² In support of this Reservation of Rights, the Longroad Parties respectfully submit as follows:

RESERVATION OF RIGHTS

1. The Longroad Parties are the owners and operators of renewable energy and stand-alone battery projects in Arizona, each of which relies on large-scale battery energy storage systems supplied and supported by one of the Debtors, Powin, LLC (“Powin”).

2. On June 6, 2025, the Longroad Parties and certain other customers of Powin filed the *Emergency Motion of Licensees for Entry of an Order (I) Compelling the Debtors to Comply with Section 365(n)(4) of the Bankruptcy Code, (II) Granting Adequate Protection Under Section*

² Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Motion.

363(E) of the Bankruptcy Code, and (III) Granting Other Appropriate Relief [Dkt. No. 117] (the “Motion to Compel”).

3. On July 1, 2025, the Debtors filed the Motion, seeking authority to sell substantially all of the Debtors’ assets.

4. On July 10, 2025, the Longroad Parties and certain other customers of Powin filed the *Objection of Licensees to Omnibus Motion of the Debtors for Entry of an Order (I) Authorizing the Rejection of Legacy Customer Contracts and (II) Granting Related Relief* [Dkt. No. 323] (the “Rejection Objection”).

5. The hearing for the Motion to Compel and the Rejection Objection is scheduled for August 6, 2025, the same day the Motion is scheduled to be heard.

6. The Longroad Parties reserve their rights to raise objections to, file declarations in connection with, or provide evidence with respect to the Motion, any orders entered in connection therewith (a “Sale Order”), or any hearing held with respect thereto to the extent the Motion or any Sale Order affects the Longroad Parties’ rights under the Motion to Compel and the Rejection Objection and the relief sought therein. The Longroad Parties further reserve the right to seek language in any Sale Order that the entry of such Sale Order does not impair or otherwise affect the relief that may be granted under the Motion to Compel and/or the Rejection Objection and that such Sale Order expressly recognizes and preserves the foregoing.

[Remainder of page intentionally left blank.]

Dated: August 4, 2025

Respectfully submitted,

/s/ Leah M. Eisenberg

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